

**EXHIBIT B**

**Proposed Order**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

Presentment Date: November 4, 2014  
Time: 12:00 p.m.

SECURITIES INVESTOR PROTECTION  
CORPORATION,

Objections Due: November 4, 2014  
Time 11:00 a.m.

Plaintiff-Applicant,

Adv. Pro. No. 08-01789 (SMB)

v.

SIPA Liquidation

BERNARD L. MADOFF INVESTMENT  
SECURITIES LLC,

(Substantively Consolidated)

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

**ORDER GRANTING TRUSTEE'S APPLICATION TO RETAIN SPIZZ COHEN &  
SERCHUK, P.C. AS SPECIAL COUNSEL NUNC PRO TUNC AS OF OCTOBER 1, 2014**

Upon the Application (the "Application") of Irving H. Picard (the "Trustee"), as Trustee for the substantively consolidated liquidation of the business of Bernard L. Madoff Investment Securities LLC, and the estate of Bernard L. Madoff, for authority to retain Spizz Cohen & Serchuk, P.C. ("SCS"), as special counsel as of October 1, 2014, and upon the declaration of Paul Richard Karan submitted in connection therewith; and due and proper notice having been given under the circumstances of this case, and after due deliberation,

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED.
2. The Court finds that SCS is deemed disinterested under 15 U.S.C. § 78eee(b)(6)(B).

3. The Trustee is authorized to retain SCS as special counsel to the Trustee as provided in the Application, *nunc pro tunc*, as of October 1, 2014.

Dated: New York, New York  
\_\_\_\_\_, 2014

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HONORABLE STUART M. BERNSTEIN  
UNITED STATES BANKRUPTCY JUDGE